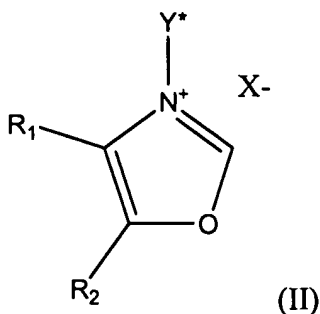


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (Currently Amended) A compound of formula II:



wherein

- a. R^1 and R^2 are

1. independently selected from hydrogen, acylamino, acyloxyalkyl, alkanoyl, alkanoylalkyl, alkenyl, alkoxy, alkoxy carbonyl, alkoxy carbonylalkyl, alkyl, alkylamino, (C₁- C₃)alkylenedioxy, allyl, amino, ω -alkylenesulfonic acid, carbamoyl, carboxy, carboxyalkyl, cycloalkyl, dialkylamino, halo, hydroxy, (C₂-C₆)hydroxyalkyl, mercapto, nitro, sulfamoyl, sulfonic acid, alkylsulfonyl, alkylsulfinyl, alkylthio, trifluoromethyl, azetidin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperidin-1-yl, 4-[C₆ or C₁₀]arylpiperidin-1-yl, 4-[C₆ or C₁₀]arylpiperazin-1-yl, Ar, wherein, consistent with the rules of aromaticity, Ar is C₆ or C₁₀ aryl or a 5- or 6- membered heteroaryl ring, wherein 6-membered heteroaryl ring contains one to three atoms of N, and the 5-membered heteroaryl ring contains from one to three atoms of N or one atom of O or S and zero to two atoms of N, each heteroaryl ring can be fused to a benzene, pyridine, pyrimidine, pyridazine, pyrazine, or (1,2,3)triazine wherein the ring fusion is at a carbon-carbon double bond of Ar Ar-alkyl, Ar-O, ArSO₂-, ArSO-, ArS-, ArSO₂NH-, ArNH, (N-Ar)(N-alkyl)N-, ArC(O)-, ArC(O)NH-, ArNH-C(O)-, and (N-Ar)(N-alkyl)N-C(O)-, or together R_1 and R_2 comprise methylenedioxy; or
2. together with their ring carbons form a C₆- or C₁₀-aromatic fused ring system; or
3. together with their ring carbons form a C₅-C₇ fused cycloalkyl ring having up to two double bonds including any fused double bond of the oxazolium containing

ring, which cycloalkyl ring can be substituted by one or more of the group consisting of alkyl, alkoxycarbonyl, amino, aminocarbonyl, carboxy, fluoro, or oxo substituents; or

4. together with their ring carbons form a 5- or 6-membered heteroaryl ring, wherein the 6-membered heteroaryl ring contains one to three atoms of N, and the 5-membered heteroaryl ring contains from one to three atoms of N or one atom of O or S and zero to two atoms of N, each heteroaryl ring may be optionally substituted with one or more 1-pyrrolidinyl-, 4-[C₆ or C₁₀] arylpiperazin-1-yl, 4-[C₆ or C₁₀] arylpiperidin-1-yl, azetidin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperidin-1-yl, halo or (C₁-C₃)alkylenedioxy groups; or
5. together with their ring carbons form a five to eight membered heterocycle, wherein the heterocycle consists of ring atoms selected from the group consisting of carbon, nitrogen, and S(O)_n, where n=0, 1, or 2;

b. Y* is a group of the formula -CH(R⁵)-R⁶ wherein

(a) R⁵ is hydrogen, alkyl-, cycloalkyl-, alkenyl-, alkynyl-, aminoalkyl-, dialkylaminoalkyl-, (N-[C₆ or C₁₀]aryl)(N-alkyl) aminoalkyl-, piperidin-1-ylalkyl, 1-pyrrolidin-1-ylalkyl, azetidinyllalkyl, 4-alkylpiperazin-1-ylalkyl, 4-alkylpiperidin-1-ylalkyl, 4-[C₆ or C₁₀] arylpiperazin-1-ylalkyl, 4-[C₆ or C₁₀] arylpiperidin-1-ylalkyl, azetidin-1-ylalkyl, morpholin-4-ylalkyl, thiomorpholin-4-ylalkyl, piperidin-1-ylalkyl, [C₆ or C₁₀] aryl, or independently the same as R⁶;

(b) R⁶ is

(1) cyano or R_T, wherein R_T is a C₆- or C₁₀-aryl;

(2) a group of the formula -W-R_S, wherein W is -C(=O)- or -S(O)_n- where n=1 or 2 and R_S is C₆ or C₁₀ aryl or a heterocycle containing 4-10 ring atoms of which 1-3 are heteroatoms selected from the group consisting of oxygen, nitrogen, and sulfur;

(3) a group of the formula -W-N(R⁹)R¹⁰, wherein

[a] R⁹ is hydrogen and R¹⁰ is an alkyl or cycloalkyl, optionally substituted by

(i) [C₆ or C₁₀]aryl, or

(ii) a 5- or 6-membered heteroaryl ring, wherein the 6-membered heteroaryl ring contains one to three atoms of N, and the 5-membered heteroaryl ring contains from one to three atoms of N or one atom of O or S and zero to two atoms of N, said heteroaryl ring can be optionally substituted with one or more 1-pyrrolidinyl, 4-[C₆ or C₁₀]arylpiperazin-1-yl, 4-[C₆ or C₁₀]arylpiperidin-1-yl, azetidin-1-yl, and morpholin-4-yl, thiomorpholin-4-yl, piperidin-1-yl, halo or (C₁-C₃) alkylenedioxy groups, or fused to a phenyl or pyridine ring, wherein the ring fusion is at a carbon-carbon double bond of the heteroaryl ring, or

(iii) a heterocycle containing 4-10 ring atoms of which 1-3 are heteroatoms selected from the group consisting of oxygen, nitrogen and sulfur; or

[b] R⁹ is hydrogen or lower alkyl and R¹⁰ is Ar; or

[c] R⁹ is hydrogen or lower alkyl, and R¹⁰ is a heterocycle containing 4-10 ring atoms of which 1-3 are heteroatoms are selected from the group consisting of oxygen, nitrogen and sulfur; or

[d] R⁹ and R¹⁰ are both alkyl groups; or

[e] R⁹ and R¹⁰ together with N form a heterocycle containing 4-10 ring atoms which can incorporate up to one additional heteroatom selected from the group of N, O or S in the ring, wherein the heterocycle is optionally substituted with (C₆- or C₁₀)aryl, (C₆- or C₁₀)arylalkyl, or a 5- or 6-membered heteroaryl ring, wherein the 6-membered heteroaryl ring contains one to three atoms of N, and the 5-membered heteroaryl ring contains from one to three atoms of N or one atom of O or S and zero to two atoms of N, each such heteroaryl can be optionally substituted with one or more 1-pyrrolidinyl, 4-[C₆ or C₁₀]arylpiperazin-1-yl, 4-[C₆ or C₁₀]arylpiperidin-1-yl, azetidin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperidin-1-yl, halo or (C₁-C₃)alkylenedioxy; or

[f] R⁹ and R¹⁰ are both hydrogen; and

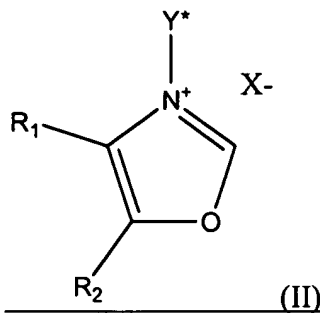
c. X is a pharmaceutically acceptable anion, or
a pharmaceutically acceptable salt of the compound of formula II,
wherein aryl or Ar can be substituted with, in addition to any substitutions specifically noted, one
or more general substituents selected from the group consisting of acylamino,
acyloxyalkyl, alkanoyl, alkanoylalkyl, alkenyl, alkoxy, alkoxycarbonyl,
alkoxycarbonylalkyl, alkyl, alkylamino, (C₁-C₃)alkylenedioxy, alkylsulfonyl,
alkylsulfinyl, ω-alkylenesulfonic acid, alkylthio, allyl, amino, ArC(O)-, ArC(O)NH-,
ArO-, Ar-, Ar-alkyl-, carboxy, carboxyalkyl, cycloalkyl, dialkylamino, halo,
trifluoromethyl, hydroxy, (C₂-C₆)hydroxyalkyl, mercapto, nitro, sulfamoyl, sulfonic acid,
1-pyrrolidinyl, 4-[C₆ or C₁₀]arylpiperazin-1-yl, 4-[C₆ or C₁₀]arylpiperidin-1-yl, azetidin-
1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperidin-1-yl;
wherein heterocycles, except those of Ar, can be substituted with, in addition to any substitutions
specifically noted, the following general substitutions: acylamino, alkanoyl, alkoxy,
alkoxycarbonyl, alkoxycarbonylalkyl, alkyl, alkylamino, alkylsulfonyl, alkylsulfinyl,
alkylthio, amino, ArC(O)-, ArO-, Ar-, carboxy, dialkylamino, fluoro, fluoroalkyl,
difluoroalkyl, hydroxy, mercapto, sulfamoyl, or trifluoromethyl;
wherein the compound of formula II is not a salt of 3-[2-(3,5-dimethoxyphenyl)-2-oxoethyl]-
oxazolium.

2. (Previously Presented) The compound of claim 1, wherein Y* is -CH(R⁵)-W-R_S.

3. (Previously Presented) The compound of Claim 1, wherein R¹ and R², together with their
ring carbons form a C₆ or C₁₀- aromatic fused ring which can be substituted by one or more halo,
amino, alkyl, sulfonic acid, alkylsulfonyl, or ω-alkylenesulfonic acid groups, or a C₁-C₃
alkylenedioxy group.

4. (Currently Amended) The compound of Claim 1, wherein Ar is a C₆ or C₁₀ aryl.

5. (Currently Amended) ~~The compound of claim 1,~~ A compound of formula II:



wherein

a. R^1 and R^2 are

1. independently selected from hydrogen, acylamino, acyloxyalkyl, alkanoyl, alkanoylalkyl, alkenyl, alkoxy, alkoxy carbonyl, alkoxy carbonylalkyl, alkyl, (C₁-C₃)alkylenedioxy, allyl, ω -alkylenesulfonic acid, carbamoyl, carboxy, carboxyalkyl, cycloalkyl, halo, hydroxy, (C₂-C₆)hydroxyalkyl, mercapto, nitro, sulfamoyl, sulfonic acid, alkylsulfonyl, alkylsulfinyl, alkylthio, or trifluoromethyl;

b. Y is a group of the formula $-\text{CH}(\text{R}^5)-\text{R}^6$ wherein

(a) R^5 is hydrogen or alkyl;

(b) R^6 is R_T , wherein R_T is C₆ or C₁₀ aryl; and

g. X is a pharmaceutically acceptable anion, or

a pharmaceutically acceptable salt of the compound of formula II,

wherein aryl is optionally substituted with one or more substituents selected from the group consisting of acylamino, acyloxyalkyl, alkanoyl, alkanoylalkyl, alkenyl, alkoxy, alkoxy carbonyl, alkoxy carbonylalkyl, alkyl, (C₁-C₃)alkylenedioxy, alkylsulfonyl, alkylsulfinyl, ω -alkylenesulfonic acid, alkylthio, allyl, carboxy, carboxyalkyl, cycloalkyl, halo, trifluoromethyl, hydroxy, (C₂-C₆)hydroxyalkyl, mercapto, nitro, sulfamoyl, and sulfonic acid.

6. (Previously Presented) The compound of claim 5, wherein R_T is C₆ aryl.

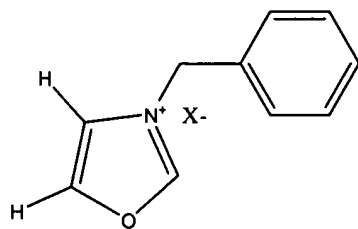
7. (Previously Presented) A pharmaceutical composition comprising: a compound of one of claims 1 to 6 and a pharmaceutically acceptable excipient.

8 - 10. Canceled.

11. (Previously Presented) The compound of claim 1, wherein R^1 and R^2 are hydrogen.

12. (Cancelled) ~~The compound of claim 1, wherein R^5 is hydrogen and R^6 is R_1 , wherein R_1 is C_6 -aryl.~~

13. (Previously Presented) A compound having the formula:



wherein X is a pharmaceutically acceptable anion;

or a pharmaceutically acceptable salt thereof.